

FORM 13F

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: September 30, 2004

Check here if Amendment [] ; Amendment Number: _____

This Amendment (Check only one):

[] is a restatement

[] adds new holding entries

Institutional Investment Manager Filing this Report:

Name: Stark Onshore Management, LLC
Address: 3600 South Lake Drive
St. Francis, Wisconsin 53235-3716

Form 13F File Number: 28-11006

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Colin M. Lancaster
Title: General Counsel
Phone: (414) 294-7000

Signature, Place and Date of Signing:



(Signature)

St. Francis, Wisconsin
(City, State)

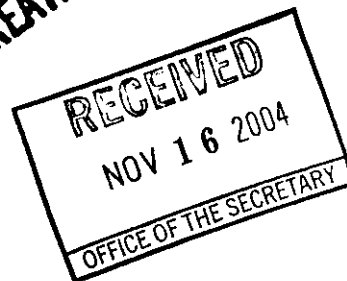
November 12, 2004
(Date)

Report Type (Check only one):

- [X] 13F HOLDINGS REPORT: (Check here if all holdings of this reporting manager are reported in this report.)
- [] 13F NOTICE: (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [] 13F COMBINATION REPORT: (Check here if a portion of the holding for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager: None

CONFIDENTIAL TREATMENT EXPIRES



PROCESSED

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FINANCIAL

FORM 13F SUMMARY PAGE

Report Summary:

| | |
|---|---------------------------------|
| Number of Other Included Managers: | 0 |
| Form 13F Information Table Entry Total: | 5 |
| Form 13F Information Table Value Total: | <u>\$ 37,262</u> (thousands) |

Information for which the institutional investment manager filing this report is requesting confidential treatment has been omitted and filed separately with the Securities and Exchange Commission.

| | |
|----------------------------------|------|
| List of Other Included Managers: | None |
|----------------------------------|------|

Form 13F
Stark Onshore Management, LLC

| Column 1 | Column 2 | Column 3 | Column 4 | Column 5 | | Column 6 | Column 7 | Column 8 | |
|---------------------------|----------------|-----------|--------------------|-------------------|------------|--------------|--------------------------|-------------------|--------------------------------------|
| Name of Issuer | Title of Class | CUSIP | Value (X\$1000) | Shrs or Pm Amt | SH/PR N | Put/ Call | Investment Discretion | Other Managers | Voting Authority Sole Shared None |
| Risk Arb Holdings | | | | | | | | | |
| AT&T WIRELESS SVCS INC* | Option | 00209A906 | \$3,695 | 250,000 | | Call | Sole | | X |
| ANTHEM INC*** | Common | 03674B104 | \$5,877 | 67,360 | Shares | | Sole | | X |
| COX COMMUNICATIONS INC*** | Common | 224044107 | \$8,944 | 269,964 | Shares | | Sole | | X |
| Metro-Goldwyn-Mayer Inc** | Common | 591610100 | \$694 | 60,000 | Shares | | Sole | | X |
| ROUSE CO** | Common | 779273101 | \$18,052 | 269,910 | Shares | | Sole | | X |
| Risk Arb Totals: | | | \$37,262 | | | | | | |
| Total Records: | | | 5 | | | | | | |

Confidential Treatment requested as follows:

- * - Completion 10/31/04
- ** - Completion 11/30/04
- *** - Completion 12/31/04

Original filing for quarter ended 9/30/04